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Proposed Attorneys for Debtor-in-Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON

In re

CHRISTIAN S. RADABAUGH, SR.

Debtor-in-Possession.

Bankruptcy Case No. 18-34244-pcm11

APPLICATION TO EMPLOY
AUCTIONEER (CENTRAL OREGON
LIVESTOCK AUCTION)

Pursuant to 11 U.S.C. §§ 327 and 328, and Fed. R. Bankr. P. 2014. Debtor Christian S. Radabaugh Sr. (“Debtor”), moves this Court for entry of an order approving the employment of Central Oregon Livestock Auction, 3457 Sw Hwy 97, Po Box 29, Madras, OR. 97741, Telephone: 541-475-3851 Website: www.centraloregonlivestockauction.com (the “Professional”) as auctioneer to conduct sales of Debtor’s cattle. In support of this application, Debtor respectfully represents as follows:

1. Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code on December 7, 2018.
2. Debtor has continued in possession of his property and business as a Debtor in Possession, pursuant to 11 U.S.C. § 1107 and 1108.
3. Debtor wishes to employ Professional as his auctioneer for purposes of conducting sales of cattle pursuant to the terms set forth in the Agreement attached hereto as **Exhibit A**.

4. Debtor has selected Professional because of its experience in handling cattle auctions and sales. Moreover, Professional is familiar with Debtor's cattle, and, by using Professional's services, Debtor will save a significant amount of freight and commission costs that would be charged by comparable service providers.

5. The professional services that Professional is to render include: (a) conduct a promotional marketing campaign for the sale of Debtor's cattle utilizing digital publication on industry websites, (b) publication in print media, Internet publication on Auctioneer's Website, <https://www.centraloregonlivestockauction.com>, and (c) emails to Auctioneers' subscriber lists and for such other similar and related services as customary for sales of cattle.

6. To the best of Debtor's knowledge, the Professional has no connection with the creditors or any other adverse party or its attorneys, except as disclosed in their Rule 2014 Verified Statements on file herein.

7. To the best of Debtor's knowledge the Professional represent no interest adverse to Debtors or the estate, except as disclosed in their Rule 2014 Verified Statements on file herein.

8. The proposed rate of compensation to Professional is set forth on **Exhibit A**.

WHEREFORE, Debtor prays that Debtor be authorized to employ and appoint Professional as auctioneer for Debtor in this proceeding. Debtor also requests approval of the terms and conditions of the Professional's Agreement as set forth in **Exhibit A** attached.

MOTSCHENBACHER & BLATTNER LLP

By: /s/Nicholas J. Henderson
Nicholas J. Henderson, OSB #074027
Attorneys for Debtor-in-Possession
Christian S. Radabaugh Sr.

EXHIBIT A
PROFESSIONAL'S AGREEMENT

MERRILL O'SULLIVAN, LLP
ATTORNEYS AT LAW

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BEND, OREGON 97702
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VIA EMAIL ONLY
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May 6, 2019

NICK HENDERSON
MOTSCHENBACHER & BLATTNER, LLP
117 SW TAYLOR STREET #300
PORTLAND, OR 97204

Re: Central Oregon Livestock Auction, Inc.; Radabaugh Dispersal Sale

Dear Nick:

This letter replaces my letter of May 2, 2019. The only change is the inclusion of a "pairs" category under Feed Costs and the addition of an acceptance line for signature by Christian Radabaugh. With those changes, the following are the terms and conditions which will apply to the Radabaugh dispersal sale:

1. **Notice and Approval.** All appropriate notices and approvals relating to the pending bankruptcy proceedings will be given and obtained.
2. **Date and Location.** The sale will be held May 20, 2019 at the Central Oregon Livestock Auction Yard, 3457 SW Highway 97, Madras, Oregon.
3. **No Sale Fee.** In the event the sale is approved and advertised and later cancelled, Central Oregon Livestock Auction, Inc. will be paid a "no sale" fee of \$10.00 per head based on the herd as represented in the bankruptcy schedules, plus or minus any changes for which notice is given in advance.
4. **Commission Schedule.** The commission schedule as set out on Enclosure 1 will apply.
5. **Standard Conditions.** Standard conditions of sale will apply, including without limitation brand inspections and completion of required documentation.
6. **Feed Costs.** The following feed costs will apply:

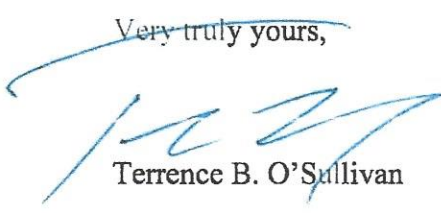
Calves:	\$3.00 per day
Cows:	\$4.00 per day
Pairs:	\$4.00 per day
Bulls:	\$5.00 per day

7. Radabaugh will pay the cost of required boarding, if any.

Nick Henderson
May 6, 2019
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Feel free to call if you have any questions. You may contact Trent Stewart directly with questions regarding logistics.

Very truly yours,




Terrence B. O'Sullivan

Enclosure

C: Trent Stewart

ACCEPTED:



Christian Radabaugh

Date: 5-8-19

ENCLOSURE 1

Sale Yard Commission

5% up to \$1,500

3.5% \$1,501 - \$15,000

3% \$15,001 and up

5% off the first \$1,500. $\$1,500 = \75 .

3.5% up to \$15,000. The next \$13,500 will be at 3.5% $\$15,000 = \472.50

3% over \$15,001 If you have \$50,000 sold the commission on the remaining \$35,000 would be \$1,050.

Total commission on \$50,000 would be \$1,597.50

There is a \$20 per hd minimum for Commission

UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

In re)
) Case No. 18-34244-pcm11
Christian S. Radabaugh)
) RULE 2014 VERIFIED STATEMENT
Debtor(s)) FOR PROPOSED PROFESSIONAL

Note: To file an amended version of this statement per ¶19, file a fully completed amended Rule 2014 statement on LBF #1114 and clearly identify any changes from the previous filed version.

1. The applicant is not a creditor of the debtor except:
N/A
2. The applicant is not an equity security holder of the debtor.
3. The applicant is not a relative of the individual debtor.
4. The applicant is not a relative of a general partner of the debtor (whether the debtor is an individual, corporation, or partnership).
5. The applicant is not a partnership in which the debtor (as an individual, corporation, or partnership) is a general partner.
6. The applicant is not a general partner of the debtor (whether debtor is an individual, corporation, or partnership).
7. The applicant is not a corporation of which the debtor is a director, officer, or person in control.
8. The applicant is not and was not, within two years before the date of the filing of the petition, a director, officer, or employee of the debtor.
9. The applicant is not a person in control of the debtor.
10. The applicant is not a relative of a director, officer or person in control of the debtor.
11. The applicant is not the managing agent of the debtor.
12. The applicant is not and was not an investment banker for any outstanding security of the debtor; has not been, within three years before the date of the filing of the petition, an investment banker for a security of the debtor, or an attorney for such an investment banker in connection with the offer, sale, or issuance of a security of the debtor; and is not and was not, within two years before the date of the filing of the petition, a director, officer, or employee of such an investment banker.
13. The applicant has read 11 U.S.C. §101(14) and §327, and FRBP 2014(a); and the applicant's firm has no connections with the debtor(s), creditors, any party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, or any District of Oregon Bankruptcy Judge, except as follows:

N/A

14. The applicant has no interest materially adverse to the interest of the estate or of any class of creditors or equity security holders.

15. Describe details of all payments made to you by either the debtor or a third party for any services rendered on the debtor's behalf within a year prior to filing of this case:

N/A

16. The debtor has the following affiliates (as defined by 11 U.S.C. §101(2)). Please list and explain the relationship between the debtor and the affiliate:

Radabaugh Ranch, LLC - An Oregon dissolved limited liability company wholly owned by Debtor.

17. The applicant is not an affiliate of the debtor.

18. Assuming any affiliate of the debtor is the debtor for purposes of statements 4-13, the statements continue to be true except (list all circumstances under which proposed counsel or counsel's law firm has represented any affiliate during the past 18 months; any position other than legal counsel which proposed counsel holds in either the affiliate, including corporate officer, director, or employee; and any amount owed by the affiliate to proposed counsel or its law firm at the time of filing, and amounts paid within 18 months before filing):

N/A

19. The applicant hereby acknowledges that he/she has a duty during the progress of the case to keep the court informed of any change in the statement of facts which appear in this verified statement. In the event that any such changes occur, the applicant immediately shall file with the court an amended verified statement on LBF #1114, with the caption reflecting that it is an amended Rule 2014 statement and any changes clearly identified.

THE FOLLOWING QUESTIONS NEED BE ANSWERED ONLY IF AFFILIATES HAVE BEEN LISTED IN STATEMENT 16.

20. List the name of any affiliate which has ever filed bankruptcy, the filing date, and court where filed:
NONE

21. List the names of any affiliates which have guaranteed debt of the debtor or whose debt the debtor has guaranteed. Also include the amount of the guarantee, the date of the guarantee, and whether any security interest was given to secure the guarantee. Only name those guarantees now outstanding or outstanding within the last 18 months:

Radabaugh Ranch, LLC is a co-obligor on Debtor's debt to GP, LLC, dated on or about April 13, 2017. The debt owed to GP, LLC is approximately \$2,000,000, and is secured by the Debtor's cattle, rock quarry products, and all proceeds thereon. Radabaugh Ranch, LLC has also granted a security interest to GP, LLC, in all of its cattle and proceeds therefrom.

22. List the names of any affiliates which have a debtor-creditor relationship with the debtor. Also include the amount and date of the loan, the amount of any repayments on the loan and the security, if any. Only name those loans now outstanding or paid off within the last 18 months:

N/A

23. List any security interest in any property granted by the debtor to secure any debts of any affiliate not covered in statements 20 and 21. List any security interest in any property granted by the affiliate to secure any debts of the debtor not covered in statements 21 and 22. Also include the collateral, the date and nature of the security interest, the name of the creditor to whom it was granted, and the current balance of the underlying debt:

N/A

24. List the name of any affiliate who is potentially a "responsible party" for unpaid taxes of the debtor under 26 U.S.C. §6672:

N/A

I verify that the above statements are true to the extent of my present knowledge and belief.


Applicant

CERTIFICATE - TRUE COPY

DATE: May 9, 2019

DOCUMENT: DEBTOR'S APPLICATION FOR ORDER TO EMPLOY AUCTIONEER
FOR DEBTORS (CENTRAL OREGON LIVESTOCK AUCTION), RULE
2014 VERIFIED STATEMENT FOR PROPOSED

I hereby certify that I prepared the foregoing copy of the foregoing named document and have carefully compared the same with the original thereof and it is a correct copy therefrom and of the whole thereof.

CERTIFICATE OF SERVICE

I hereby certify that I served a copy of the foregoing on all parties in interested listed on the mailing matrix maintained by the Clerk of the Court, a copy of which is attached hereto, by mailing a copy of the above-named document to each of them in a sealed envelope, addressed to each of them at his or her last known address. Said envelopes were deposited in the Post Office at Portland, Oregon, on the above date, postage prepaid.

I hereby certify that the foregoing was served on all CM/ECF participants through the Court's Case Management/Electronic Case File system on the date set forth below.

Dated: May 9, 2019

MOTSCHENBACHER & BLATTNER LLP

By: /s/ Nicholas J. Henderson
Nicholas J. Henderson, OSB No. 074027
Of Attorneys for Debtor-in-Possession